

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
MARCH 31, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is

HEREBY ORDERED THAT:

1. The Contract and Leases listed on Schedule 1 attached hereto are hereby rejected as of March 31, 2025 (the “**Rejection Date**”).
2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.
3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.
4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
1	Big Lots, Inc.	Proofpoint, Inc.	892 Ross Drive	Sunnyvale	CA	94089	USA	Amendment to Software Order Form	3/31/2025
2	Big Lots, Inc.	Proofpoint, Inc.	892 Ross Drive	Sunnyvale	CA	94089	USA	Confidentiality Agreement	3/31/2025
3	Big Lots, Inc.	PROTOS SECURITY	PO BOX 782052	PHILADELPHIA	PA	19178-2052	USA	Services Agreement	3/31/2025
4	Big Lots Stores, LLC	PTC Inc.	121 Seaport Blvd	Boston	MA	02210	USA	Renewal Order Agreement	3/31/2025
5	Big Lots Stores, LLC	PTC Inc.	121 Seaport Blvd	Boston	MA	02210	USA	Renewal Order Agreement	3/31/2025
6	Big Lots, Inc.	PTC Inc.	121 Seaport Blvd, Suite 1700	Boston	MA	02210-2050	USA	Support Service Contract	3/31/2025
7	Big Lots, Inc.	PTC Inc.	121 Seaport Blvd	Boston	MA	02210	USA	Confidentiality Agreement	3/31/2025
8	Big Lots Stores, LLC	Quantum Metric, Inc.	10807 New Allegiance Drive, Ste. 155	Colorado Springs	CO	80921	USA	Enterprise Subscription Order Form	3/31/2025
9	Big Lots Stores, LLC	Quantum Metric, Inc.	10807 New Allegiance Drive, Suite 155	Colorado Springs	CO	80921	USA	Master Services Agreement	3/31/2025
10	Big Lots, Inc.	Red Hat Inc.	1801 Varsity Drive	Raleigh	North Carolina	27606	USA	Order Form	3/31/2025
11	Big Lots, Inc.	Red Hat Inc.	1801 Varsity Drive	Raleigh	North Carolina	27606	USA	Order Form for Subscription Services	3/31/2025
12	Big Lots, Inc.	Red Hat Inc.	1801 Varsity Drive	Raleigh	North Carolina	27606	USA	Order Form for Subscription Services	3/31/2025
13	Big Lots, Inc.	Red Hat, Inc.	1801 Varsity Drive	Raleigh	NC	27606	USA	Enterprise Agreement	3/31/2025
14	Big Lots, Inc.	Red Hat, Inc.	1801 Varsity Drive	Raleigh	NC	27606	USA	Order Form for Subscription Services	3/31/2025
15	Big Lots, Inc.	Red Hat, Inc.	1801 Varsity Drive	Raleigh	NC	27606	USA	Order Form for Subscription Services	3/31/2025
16	Big Lots, Inc.	RELEX Solutions, Inc.	Postintialval 7	Helsinki	Finland	00230	Finland	Confidentiality Agreement	3/31/2025
17	Big Lots, Inc.	Retail Logistics Excellence - RELEX Oy	Postintialval 7	Helsinki	Finland	00230	Finland	Addendum to Master Service Agreement	3/31/2025
18	Big Lots, Inc.	Retail Logistics Excellence - RELEX Oy	Postintialval 7	Helsinki	Finland	00230	Finland	Statement of Work for Professional Services	3/31/2025
19	Big Lots, Inc.	Retail Logistics Excellence - RELEX Oy	Postintialval 7	Helsinki	Finland	00230	Finland	Master Service Agreement (MSA) for SaaS Services	3/31/2025
20	Big Lots, Inc.	Retail Logistics Excellence - RELEX Oy	Postintialval 7	Helsinki	Finland	00230	Finland	Master Service Agreement (MSA) for SaaS Services	3/31/2025
21	Big Lots Stores, LLC	Retail Logistics Excellence - RELEX Oy	Postintialval 7	Helsinki	Finland	00230	Finland	Order Form for SaaS Subscription	3/31/2025
22	Big Lots, Inc.	RoadOne Intermodal Logistics	1 Kellaway Drive	Randolph	MA	02368	USA	Services Agreement	3/31/2025
23	Big Lots, Inc.	S4I Systems	616 S El Camino Real Ste M	San Clemente	CA	92672-4299	USA	Services Agreement	3/31/2025
24	Big Lots Stores, LLC	SCANA Energy Marketing, LLC	2231 S. Centennial Ave	Aiken	SC	29803	USA	Natural Gas Purchase Contract	3/31/2025
25	Big Lots, Inc.	SCSS - Stanley Convergent Security Solutions	9 Campus Drive	Parsippany	NJ	07054	USA	Invoice and Cost Segregation Agreement	3/31/2025
26	Big Lots, Inc.	SCSS - Stanley Convergent Security Solutions	9 Campus Drive	Parsippany	NJ	07054	USA	Addendum for Installation Coordination and Payment Terms	3/31/2025
27	Big Lots Stores, LLC	Securitas Security Services	9 Campus Drive	Parsippany	NJ	07054	USA	Mutual Non-Disclosure Agreement	3/31/2025

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
28	Big Lots, Inc.	Securitas Technology Corp (fka Stanley Convergent Security Solutions)	9 Campus Drive	Parsippany	NJ	07054	USA	Addendum for Store Locations	3/31/2025
29	Big Lots Stores, LLC	Securitas Technology Corporation	3800 Tabs Drive	Uniontown	OH	44685	USA	Services Agreements	3/31/2025
30	Big Lots Stores, LLC	Securitas Technology Corporation	3800 Tabs Drive	Uniontown	OH	44685	USA	Mutual Non-Disclosure Agreement	3/31/2025
31	Big Lots Stores, LLC	Securitas Technology Corporation	3800 Tabs Drive	Uniontown	OH	44685	USA	Amendment to Master Agreement	3/31/2025
32	Big Lots, Inc.	SIEMENS INDUSTRY INC	9225 Bee Caves Rd, Bldg B, Ste 100	Austin	TX	78733	USA	Service Agreement	3/31/2025
33	Big Lots, Inc.	Siemens Industry Inc.	9225 Bee Caves Rd, Bldg B, Ste 100	Austin	TX	78733	USA	Amendment to Equipment and Services Purchase Agreement	3/31/2025
34	Big Lots, Inc.	Siemens Industry Inc.	9225 Bee Caves Rd, Bldg B, Ste 100	Austin	TX	78733	USA	Ninth Amendment to the Equipment and Services Purchase Agreement	3/31/2025
35	Big Lots, Inc.	Siemens Information & Communication Mobile LLC	16745 West Bernardo Drive	San Diego	California	92127	USA	Purchase and Sale Agreement	3/31/2025
36	Big Lots, Inc.	SMARTbear	450 Artisan Way	Somerville	MA	02145	USA	Services Agreement	3/31/2025
37	Big Lots Stores, LLC	SNÖ-SERVICES, LLC	5000 Ritter Road, Ste 204	Mechanicsburg	PA	17055	USA	Master Service Agreement	3/31/2025
38	Big Lots Stores, LLC	Snowflake Inc.	4900E E DUBLIN GRANVILLE RD	COLUMBUS	Ohio	43081-7651	USA	Additional Capacity Order	3/31/2025
39	Big Lots, Inc.	Snowflake Inc.	4900E E DUBLIN GRANVILLE RD	COLUMBUS	Ohio	43081-7651	USA	Capacity Order Form	3/31/2025
40	Big Lots Stores, LLC	Snowflake Inc.	450 Concar Dr	San Mateo	CA	94402	USA	Technical Services SOW	3/31/2025
41	Big Lots, Inc.	Snowflake Inc.	4900E E DUBLIN GRANVILLE RD	COLUMBUS	Ohio	43081-7651	USA	Capacity Order Form	3/31/2025
42	Big Lots, Inc.	Snowflake Inc.	4900E E DUBLIN GRANVILLE RD	COLUMBUS	Ohio	43081-7651	USA	Capacity Order Form	3/31/2025
43	Big Lots Stores, LLC	Snowflake Inc.	450 Concar Dr	San Mateo	CA	94402	USA	Data science and data sharing platform	3/31/2025
44	Big Lots, Inc.	Snowflake Inc.	4900E E DUBLIN GRANVILLE RD	COLUMBUS	Ohio	43081-7651	USA	Capacity Order Form	3/31/2025
45	Big Lots, Inc.	Snowflake Inc.	4900E E DUBLIN GRANVILLE RD	COLUMBUS	Ohio	43081-7651	USA	Capacity Order Form	3/31/2025
46	Big Lots, Inc.	Snowflake Inc.	450 Concar Drive	San Mateo	CA	94402	USA	Master SaaS Agreement	3/31/2025
47	Big Lots Stores, LLC	SOTI Inc	1950 Meadowvale Blvd	Mississauga	ON	L5N 8L9	Canada	Statement of Work for Device Migration Services	3/31/2025
48	Big Lots Stores, LLC	SOTI Inc	1950 Meadowvale Blvd	Mississauga	ON	L5N 8L9	Canada	Services Agreement	3/31/2025
49	Big Lots, Inc.	Southern Market	PO BOX 1116	ARDMORE	OK	73402	US	Services Agreement	3/31/2025
50	Great Basin, LLC	Spireon, Inc.	9724 Kingston Pike, #800	Knoxville	TN	37922	USA	Subscription Service Agreement	3/31/2025
51	Great Basin, LLC	Spireon, Inc.	12345 S. 123rd St.	Los Angeles	CA	90001	USA	Pilot Program Agreement	3/31/2025
52	Big Lots, Inc.	Spireon®	16802 Aston Sacal	Irvine	CA	92606	USA	Standard Purchase Option Order Form	3/31/2025
53	Big Lots, Inc.	Splunk Inc.	270 Brannan Street	San Francisco	CA	94107	USA	Expansion Agreement for Real Browser Check License	3/31/2025
54	Big Lots Stores, LLC	Splunk Inc.	270 Brannan Street	San Francisco	CA	94107	USA	Statement of Work for Professional Services	3/31/2025

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
55	Big Lots, Inc.	Splunk Inc.	270 Brannan Street	San Francisco	CA	94107	USA	Agreement for Professional Services	3/31/2025
56	Big Lots, Inc.	Splunk Inc.	270 Brannan Street	San Francisco	CA	94107	USA	Professional Services Agreement	3/31/2025
57	Big Lots Stores, LLC	Splunk Inc.	270 Brannan Street	San Francisco	CA	94107	USA	Statement of Work for Professional Services	3/31/2025
58	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
59	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
60	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
61	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
62	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
63	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
64	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
65	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
66	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
67	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
68	Big Lots Stores, LLC	Sprague Operating Resources LLC	185 International Drive	Portsmouth	NH	03801	USA	Natural Gas Transaction Confirmation	3/31/2025
69	Big Lots, Inc.	Stanley Convergent Security Solutions, Inc.	9998 Crosspoint Blvd Ste 300	Indianapolis	IN	46256-3307	USA	Amendment to Master Agreement	3/31/2025
70	Big Lots, Inc.	Stanley Convergent Security Solutions, Inc.	9998 Crosspoint Blvd Ste 300	Indianapolis	IN	46256-3307	USA	Amendment to Master Agreement	3/31/2025
71	Big Lots, Inc.	Stanley Convergent Security Solutions, Inc.	9998 Crosspoint Blvd Ste 300	Indianapolis	IN	46256-3307	USA	Master Agreement for Security Services	3/31/2025
72	Big Lots, Inc.	Stanley Convergent Security Solutions, Inc.	9998 Crosspoint Blvd Ste 300	Indianapolis	IN	46256-3307	USA	Automatic Bill Payment Enrollment Form	3/31/2025
73	Big Lots, Inc.	Stanley Convergent Security Solutions, Inc.	9998 Crosspoint Blvd Ste 300	Indianapolis	IN	46256-3307	USA	Service Agreement for Security Solutions	3/31/2025
74	CSC Distribution LLC	Surge Staffing LLC	3322 Memorial Parkway SW	Huntsville	AL	35801	USA	Staffing Services Agreement	3/31/2025
75	Big Lots, Inc.	Surge Staffing, LLC	3322 Memorial Parkway SW Suite 101	Huntsville	AL	35801	USA	Amendment to Staffing Services Agreement	3/31/2025
76	Big Lots, Inc.	Surge Staffing, LLC	3322 Memorial Parkway SW Suite 101	Huntsville	AL	35801	USA	Staffing Services Agreement	3/31/2025
77	Big Lots, Inc.	Surge Staffing, LLC	3322 Memorial Parkway SW Suite 101	Huntsville	AL	35801	USA	Staffing Services Agreement	3/31/2025
78	Big Lots Stores, LLC	Symmetry Energy Solutions, LLC	9811 Katy Fwy, Ste 1400	Houston	TX	77024-1296	USA	Natural Gas Sales Transaction Confirmation	3/31/2025
79	Big Lots, Inc.	T.L. Ashford & Associates, Inc	525 West Fifth Street	Covington	KY	41011	USA	Software License Agreement	3/31/2025
80	Big Lots, Inc.	T.L. Ashford & Associates, Inc	525 West Fifth Street	Covington	KY	41011	USA	Software License Agreement	3/31/2025
81	Big Lots, Inc.	Tango Analytics, LLC	9797 Rombauer Road	Coppell	Texas	75019	USA	Amendment to Master Service Agreement	3/31/2025

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
82	Big Lots, Inc.	Tango Analytics, LLC	6225 N. State Hwy 161, Suite 300	Irving	TX	75038	USA	Change Request for Tango Environment Setup	3/31/2025
83	Big Lots, Inc.	Tango Analytics, LLC	6225 N. State Hwy 161, Suite 300	Irving	TX	75038	USA	Statement of Work for Implementation Services	3/31/2025
84	Big Lots, Inc.	Tango Analytics, LLC	6225 N. State Hwy 161, Suite 300	Irving	TX	75038	USA	Statement of Work for Tango Analytics	3/31/2025
85	Big Lots Stores, LLC	Tango Analytics, LLC	6225 N. State Hwy 161, Suite 300	Irving	TX	75038	USA	Amendment	3/31/2025
86	Big Lots, Inc.	Tango Analytics, LLC.	5525 MacArthur Blvd., Suite 450	Irving	TX	75038	USA	Master Service Agreement	3/31/2025
87	Big Lots, Inc.	Tango Analytics, LLC.	5525 MacArthur Blvd., Suite 450	Irving	TX	75038	USA	Confidentiality Agreement	3/31/2025
88	Big Lots, Inc.	Thinkst	5 Howe St, Observatory	Cape Town		07925	South Africa	Services Agreement	3/31/2025
89	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	14/F, Tower 1, Ever Gain Plaza 88 Container Port Road	Kwai Chung	N/A		Hong Kong	Ocean Carrier Service Contract	3/31/2025
90	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	150-15 183rd Street	Springfield Gardens	NY	11413	USA	NVOCC Service Arrangement Amendment	3/31/2025
91	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	14/F, Tower 1, Ever Gain Plaza, 88 Container Port Road, New Territories	Kwai Chung	Hong Kong		Hong Kong	NVOCC Service Arrangement Amendment	3/31/2025
92	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	14/F, Tower 1, Ever Gain Plaza 88 Container Port Road	Kwai Chung	New Territories		Hong Kong	Amended NVOCC Service Arrangement	3/31/2025
93	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	14/F, Tower 1, Ever Gain Plaza, 88 Container Port Road, New Territories	Kwai Chung	Hong Kong		Hong Kong	Amended NVOCC Service Arrangement	3/31/2025
94	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	150-15 183rd Street	Springfield Gardens	NY	11413	USA	NVOCC Service Arrangement	3/31/2025
95	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	14/F, Tower 1, Ever Gain Plaza, 88 Container Port Road	Kwai Chung	N/A		Hong Kong	NVOCC Service Arrangement	3/31/2025
96	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	150-15 183rd Street	Springfield Gardens	NY	11413	USA	NVOCC Service Arrangement	3/31/2025
97	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	800 Federal Boulevard	Carteret	NJ	07008	USA	NVOCC Service Arrangement	3/31/2025
98	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	800 Federal Boulevard	Carteret	NJ	07008	USA	NVOCC Service Arrangement	3/31/2025
99	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	300 Philip Road	Columbus	OH	43228	USA	NVOCC Service Arrangement	3/31/2025
100	Big Lots, Inc.	Toll Global Forwarding (Hong Kong) Limited	800 Federal Boulevard	Carteret	NJ	07008	USA	NVOCC Service Arrangement	3/31/2025